UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

CARSON OPTICAL, INC., *Plaintiff*, v. RQ INNOVASION, INC. and BRENDAN ZHENG, *Defendant*.	Civil Action No: 1:16-cv-01157-LDW-ARL **DECLARATION OF BRENDAN ZHENG IN REPLY**

I, Brendan Zheng, declare under penalty of perjury under the laws of the United States of America that the following is true and correct:

1. I am a shareholder and a director of RQ Innovasion, Inc. ("RQ"), and as such, have authority to discuss RQ's business. I submit this affidavit upon personal knowledge and from review of the relevant business records of RQ.

2. RQ has not sold 6,000 of the subject products in New York. RQ's sales in New York are a small fraction of that amount.

3. As to sales not made through Amazon.com, RQ participates in Amazon's "multi-channel fulfilment" program, which is a part of Amazon's "Fulfilled by Amazon" ("FBA") program, where Amazon can ship products from its warehouses to customers based on sales made on channels other than Amazon, i.e. from RQ's own website and eBay.

4. RQ has never shipped a single product directly to New York, ever. I have shipped no products of any nature in my individual capacity directly to New York.

5. Amazon shipped these products from its warehouses, and Amazon has no warehouses in New York.

6. I respectfully request that Motion be granted.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated this 24th day of February, 2017.

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BRENDAN ZHENG